

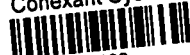


UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE		PROOF OF CLAIM		 YOUR CLAIM IS SCHEDULED AS:	
Name of Debtor: Conexant Systems, Inc.		Case Number: 13-10367		Schedule/Claim ID S2019033547 Amount/Classification \$3,063.46 Unsecured	
NOTE: Other than claims under 11 U.S.C. § 503(b)(9), this form should not be used to make a claim for Administrative Expenses arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503(a).					
Name of Creditor (the person or other entity to whom the debtor owes money or property) :					
Name and address where notices should be sent:  31951541004708 ROUX ASSOCIATES, INC. 209 SHAFTER STREET ISLANDIA, NY 11749-5074		The amounts reflected above constitute your claim as scheduled by the Debtor or pursuant to a filed claim. If you agree with the amounts set forth herein, and have no other claim against the Debtor, you do not need to file this proof of claim EXCEPT as stated below. If the amounts shown above are listed as Contingent, Unliquidated or Disputed, a proof of claim must be filed. If you have already filed a proof of claim with the Bankruptcy Court or BMC, you do not need to file again.			
Creditor Telephone Number (631) 232-2600 email: legaldept@rouxinc.com		THIS SPACE IS FOR COURT USE ONLY			
Name and address where payment should be sent (if different from above):		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.		<input checked="" type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim. Court Claim Number (if known): S2019033547 Filed on: May 16, 2013	
Payment Telephone Number () email:					
1. AMOUNT OF CLAIM AS OF DATE CASE FILED \$ <u>4,135.11</u> If all or part of your claim is secured, complete item 4. If all or part of your claim is entitled to priority, complete item 5. <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.					
2. BASIS FOR CLAIM: <u>Services performed</u> (See instruction #2)					
3. LAST FOUR DIGITS OF ANY NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR:		3a. Debtor may have scheduled account as: (See instruction #3a)		3b. Uniform Claim Identifier (optional): (See instruction #3b)	
4. SECURED CLAIM: (See instruction #4) Check the appropriate box if your claim is secured by a lien on property or a right of set off, attach required redacted documents, and provide the requested information. Nature of property or right of setoff: Describe: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____ Value of Property: \$ _____ Annual Interest Rate: _____ % <input type="checkbox"/> Fixed or <input type="checkbox"/> Variable (when case was filed) Amount of arrearage and other charges, as of time case filed, included in secured claim, if any: \$ _____ Basis for Perfection: _____ Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____					
5. Amount of Claim Entitled to Administrative Expense status under 11 U.S.C. § 503(b)(9) or Priority under 11 U.S.C. § 507(a). If any part of the claim falls into one of the following categories, check the box specifying the administrative expense or priority and state the amount. Amount entitled to priority: \$ _____ Amount entitled to administrative expense under 11 U.S.C. § 503(b)(9): \$ _____ You MUST specify the priority of the claim: <input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Up to \$2,600* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5). <input type="checkbox"/> Wages, salaries, or commissions (up to \$11,725*), earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a) (_____). <input type="checkbox"/> Value of goods received by the debtor within 20 days before the date of the bankruptcy filing - 11 U.S.C. § 503(b)(9).					
* Amounts are subject to adjustment on 4/1/13 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.					
6. CREDITS: The amount of all payments on this claim has been credited for the purpose of making this proof of claim. (See instruction #6)					

RECEIVED
MAY 31 2013
BMC GROUP

Conexant Systems

00162

7. DOCUMENTS: *Attached are redacted copies of documents that support the claim*, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements, or, in the case of a claim based on an open-end or revolving consumer credit agreement, a statement providing the information required by FRBP 3001(c)(3)(A). If the claim is secured, box 4 has been completed, and redacted copies of documents providing evidence of perfection of a security interest are attached. If the claim is secured by the debtor's principal residence, the Mortgage Proof of Claim Attachment is being filed with this claim. (See instruction #7, and definition of "redacted").

DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.

If the documents are not available, please explain:

DATE-STAMPED COPY: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.

The original of this completed proof of claim form must be sent by mail or hand delivered (FAXES NOT ACCEPTED) so that it is actually received on or before 4:00 pm, prevailing Eastern Time on May 17, 2013 for Non-Governmental Claimants OR on or before August 27, 2013 for Governmental Units.

BY MAIL TO:
BMC Group, Inc.
Attn: Conexant Systems, Inc. Claims Processing
PO Box 3020
Chanhassen, MN 55317-3020

BY MESSENGER OR OVERNIGHT DELIVERY TO:
BMC Group, Inc.
Attn: Conexant Systems, Inc. Claims Processing
18675 Lake Drive East
Chanhassen, MN 55317

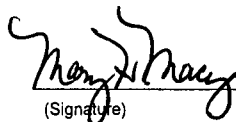
B. SIGNATURE: (See instruction #8)

Check the appropriate box.

- I am the creditor. I am the creditor's authorized agent. I am the trustee, or the debtor, or their authorized agent. I am a guarantor, surety, indorser, or other codebtor. (See Bankruptcy Rule 3005.)
(See Bankruptcy Rule 3004.)

I declare under penalty of perjury that the information provided in this claim is true and correct to the best of my knowledge, information, and reasonable belief.

Print Name: Mary Macy
Title: CFO
Company: Roux Associates, Inc.


(Signature)

May 29, 2013
(Date)

Address and telephone number (if different from notice address above):

Telephone number: _____ email: _____

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

Cindy Albanese

Subject: FW: Recticon/Allied Steel invoices

From: Marnie Calderon [<mailto:Marnie.Calderon@conexant.com>]

Sent: Thursday, May 23, 2013 3:40 PM

To: Monica McHugh

Subject: RE: Recticon/Allied Steel invoices

Hi Monica,

I'm sorry for the discrepancy in calculation. However, the amounts we show are the amounts filed with the court. I think on your claim you should file for the higher amount which matches what we've submitted to the court.

Thanks,
Marnie

From: Monica McHugh [<mailto:mmchugh@rouxinc.com>]

Sent: Thursday, May 23, 2013 12:22 PM

To: Marnie Calderon

Subject: RE: Recticon/Allied Steel invoices

Marnie:

Thank you for the explanation. However, if you review the attached backup with the invoice (highlighted charges), you will note that only the following charges predate 2/27/13:

Labor: \$405 + Associated Project Cost of 5% = \$425.25

Peco Energy + Markup: \$78.83 + \$7.88 = \$86.71

It appears the short pay was calculated as a percentage of the total (prorated 5 days of the 34 day invoice period) rather than the actual charges accrued over that 5 day period. Accordingly, we will file a claim for \$511.96 and expect payment of the remaining invoice amount that was withheld of \$559.69 ($\$1,071.65 - \$511.96 = \559.69) since this amount (\$559.69) was charged after the filing date.

Please let me know if there are any questions or comments regarding this additional payment.

Thanks,

Monica McHugh

Senior Hydrogeologist

mmchugh@rouxinc.com

ROUX ASSOCIATES, INC.

402 Heron Drive

Logan Township, NJ 08085

Office: 856.423.8800

Direct: 856.832.3778

Fax: 856.241-4670

Website: www.rouxinc.com

We solve our clients most challenging environmental problems.

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Please consider the environment before printing this e-mail.

From: Marnie Calderon [<mailto:Marnie.Calderon@conexant.com>]
Sent: Thursday, May 23, 2013 2:28 PM
To: Carl Mills; Gerard Carrillo; Monica McHugh
Cc: 'jfisher@alvarezandmarsal.com'; Bob Warren; Tom Krawczyk
Subject: RE: Recticon/Allied Steel invoices

Hi Monica,

Due to our Chapter 11 filing, we are not allowed to pay prepetition amounts. We filed on February 27th so anything due on or before that date you will need to file a claim for. The February invoice was for services dated Jan 26 through Feb 23 so those fall within this category. Your March invoice was for services dated Feb 23 through March 29. There are 5 days on this invoice that fall within the pre-petition timeframe. That is the balance of \$1,071.65 which we cannot pay. We paid you the \$6,215.44 which was the post-petition balance.

In case you need this information, below is the claims agent's informational website:

<http://bmcgroup.com/restructuring/geninfo.aspx?ClientID=319>

This website has a link to all documents filed in the case (see "Court Docket" tab) along with instructions for filing a claim (See "Filing a claim" tab).

The Amended Notice of Commencement can be found in the "Court Docket" link at Docket #84:

http://docs.bmcgroup.com/Conexant/Docs/deb_1-13-bk-10367_84.pdf

Please feel free to call me if you have any questions.

Thanks,
Marnie Calderon
949-483-5907

From: Carl Mills
Sent: Thursday, May 23, 2013 9:57 AM
To: Marnie Calderon; Gerard Carrillo
Cc: 'jfisher@alvarezandmarsal.com'; Bob Warren; Tom Krawczyk
Subject: FW: Recticon/Allied Steel invoices

Hi Marnie / Jerry

Please follow up with Monica

Thanks

Carl

From: Monica McHugh [<mailto:mmchugh@rouxinc.com>]
Sent: Thursday, May 23, 2013 6:53 AM
To: Carl Mills; jfisher@alvarezandmarsal.com
Cc: Thomas Buggery; Cindy Albanese; Bob Warren; Tom Krawczyk
Subject: RE: Recticon/Allied Steel invoices

Carl/Jordan:

We received partial payment for our March invoice on May 20, 2013 and I need to discuss to find out why the payment was not in full – Payment received was \$6,215.44, short approximately 14.7% of the \$7,287.09 invoiced. Also, we have not yet received payment for the February invoice, which is now approaching 90 days past due. The two invoices are attached for your reference, as well as the April invoice.

Please contact me to discuss at your earliest convenience. We need to resolve this issue in order to schedule the June 2013 sampling.

Thanks,

Monica McHugh
Senior Hydrogeologist
mmchugh@rouxinc.com

ROUX ASSOCIATES, INC.
402 Heron Drive
Logan Township, NJ 08085
Office: 856.423.8800
Direct: 856.832.3778
Fax: 856.241-4670

Website: www.rouxinc.com

We solve our clients most challenging environmental problems.

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Please consider the environment before printing this e-mail.

Invoice

ROUX ASSOCIATES, INC.
209 Shafter Street
Islandia, New York 11749-5074
TEL: (631) 232-2600 FAX: (631) 232-2779
Federal ID# 11-2579482

Project Manager Monica McHugh
February 28, 2013
Project No: 1070.0002J002
Invoice No: 107320

Accounts Payable
Conexant Systems, Inc.
4000 MacArthur Blvd.,
Mail Stop E01-339
Newport Beach, CA 92660

Project 1070.0002J002 Conexant Systems - Remedial Design

PO # NB78170037 Professional services provided for the period ending February 22, 2013 include: Annual report preparation; utility costs; and project management and administration.

For Professional Services rendered for the period January 26, 2013 to February 22, 2013

Professional Personnel

	Hours	Rate	Amount	
Senior Hydrogeologist McHugh, Monica	8.00	160.00	1,280.00	
Data Base Mgr Taylor, Sara	3.00	85.00	255.00	
Staff Geologist Mortka, Gregory	10.00	90.00	900.00	
Draftsman Gock, John	5.00	80.00	400.00	
Totals	26.00		2,835.00	
Total Labor				2,835.00

Subcontractor

Peco Energy 07902-01708			78.83	
Total Subcontractor			78.83	78.83

Unit Billing

Service Charge			7.88	
Total Units			7.88	7.88

Additional Fees

Associated Project Costs			141.75	
Total Additional Fees			141.75	141.75

Total This Invoice \$3,063.46

Project 1070.0002J002

Invoice 107320

Billing Backup

Wednesday, February 27, 2013

Roux Associates, Inc.

Invoice 107320 Dated 2/28/2013

11:54:35 AM

Project 1070.0002J002 Conexant Systems - Remedial Design

Professional Personnel

			Hours	Rate	Amount
Senior Hydrogeologist					
McHugh, Monica	1/29/2013		1.00	160.00	160.00
status update					
McHugh, Monica	2/6/2013		2.00	160.00	320.00
2012 Report					
McHugh, Monica	2/11/2013		1.00	160.00	160.00
Client correspondence regarding status, tabulate Dec data					
McHugh, Monica	2/13/2013		2.00	160.00	320.00
Report					
McHugh, Monica	2/21/2013		1.00	160.00	160.00
Review RI figures					
McHugh, Monica	2/22/2013		1.00	160.00	160.00
RI					
Data Base Mgr					
Taylor, Sara	2/13/2013		1.00	85.00	85.00
Lab Data Import and New Table					
Taylor, Sara	2/15/2013		2.00	85.00	170.00
Databoxes for Groundwater Figures (CAD)					
Staff Geologist					
Mortka, Gregory	2/6/2013		4.00	90.00	360.00
2012 Quarterly Sampling Report Text and Tables					
Mortka, Gregory	2/8/2013		4.00	90.00	360.00
Quarterly Report Text					
Mortka, Gregory	2/15/2013		2.00	90.00	180.00
Draftsman					
Gock, John	2/20/2013		3.00	80.00	240.00
gwater results figures [15] [mm - gm]					
Gock, John	2/21/2013		2.00	80.00	160.00
gwater results figures [15] [mm - gm]					
Totals			26.00		2,835.00
Total Labor					2,835.00

Subcontractor

Peco Energy 07902-01708					
AP 195071	2/13/2013	Peco Energy 07902-01708 / Invoice: 07902-01708-02/13, 1/29/2013		78.83	
Total Subcontractor				78.83	78.83

Unit Billing

Service Charge				7.88	
Total Units				7.88	7.88

Total this Project \$2,921.71

Total this Report \$2,921.71

Invoice

ROUX ASSOCIATES, INC.
209 Shafter Street
Islandia, New York 11749-5074
TEL: (631) 232-2600 FAX: (631) 232-2779
Federal ID# 11-2579482

Project Manager Monica McHugh
 March 31, 2013
 Project No: 1070.0002J002
 Invoice No: 107955

Accounts Payable
 Conexant Systems, Inc.
 4000 MacArthur Blvd.,
 Mail Stop E01-339
 Newport Beach, CA 92660

Project 1070.0002J002 Conexant Systems - Remedial Design

PO # NB78170037 Professional services provided for the period ending March 29, 2013 include: Quarterly groundwater sampling; report preparation; utility costs; and project management and administration.

For Professional Services rendered for the period February 23, 2013 to March 29, 2013

Professional Personnel

	Hours	Rate	Amount	
Senior Hydrogeologist				
McHugh, Monica	6.50	160.00	1,040.00	
Data Base Mgr				
Taylor, Sara	1.00	85.00	85.00	
Staff Asst. Scientist				
Mudara, Elizabeth	18.50	85.00	1,572.50	
Draftsman				
Gock, John	2.00	80.00	160.00	
Technician				
Bjorklund, Jerry	20.00	70.00	1,400.00	
Totals	48.00		4,257.50	
Total Labor				4,257.50

Reimbursable Expenses

Reimbursable Expense				
3/8/2013 Peco Energy 07902-01708			78.83	
Total Reimbursables		1.0 times	78.83	78.83

Unit Billing

Equipment Fee				
3/19/2013			2,730.00	
Service Charge			7.88	
Total Units			2,737.88	2,737.88

Additional Fees

Associated Project Costs			212.88	
Total Additional Fees			212.88	212.88

Total This Invoice \$7,287.09

Billing Backup

Thursday, April 04, 2013

Roux Associates, Inc.

Invoice 107955 Dated 3/31/2013

1:41:12 PM

Project 1070.0002J002 Conexant Systems - Remedial Design

Professional Personnel

			Hours	Rate	Amount	
Senior Hydrogeologist						
McHugh, Monica	2/25/2013		1.00	160.00	160.00	
status update						
McHugh, Monica	3/1/2013		1.00	160.00	160.00	
scheduling						
McHugh, Monica	3/13/2013		1.00	160.00	160.00	
Client communication, sampling prep						
McHugh, Monica	3/15/2013		1.50	160.00	240.00	
GW Sampling preparation and notifications						
McHugh, Monica	3/19/2013		1.00	160.00	160.00	
GW sampling PM						
McHugh, Monica	3/20/2013		1.00	160.00	160.00	
GW sampling PM						
Data Base Mgr						
Taylor, Sara	2/25/2013		1.00	85.00	85.00	
Revised Databoxes						
Staff Asst. Scientist						
Madara, Elizabeth	3/11/2013		.50	85.00	42.50	
Fieldwork Laboratory coordination						
Madara, Elizabeth	3/19/2013		10.00	85.00	850.00	
GW sampling						
Madara, Elizabeth	3/20/2013		8.00	85.00	680.00	
GW sampling						
Draftsman						
Gock, John	2/26/2013		2.00	80.00	160.00	
edits to report figure data boxes [sarra - mm]						
Technician						
Bjorklund, Jerry	3/13/2013		1.50	70.00	105.00	
preperation for field activities						
Bjorklund, Jerry	3/19/2013		10.00	70.00	700.00	
Site visit to perfrom groundwater sampling						
Bjorklund, Jerry	3/20/2013		8.00	70.00	560.00	
Site visit to perfrom groundwater sampling						
Bjorklund, Jerry	3/21/2013		.50	70.00	35.00	
sample managment and follow up field work						
Totals			48.00		4,257.50	
Total Labor						4,257.50

Reimbursable Expenses

Reimbursable Expense						
AP 195755	3/8/2013	Peco Energy 07902-01708 / Invoice: 0790-201708 02/13, 2/27/2013			78.83	
Total Reimbursables			1.0 times		78.83	78.83

Unit Billing

Project	1070.0002J002	Conexant Systems - Remedial Design	Invoice	107955
Equipment Fee				
3/19/2013			2,730.00	
Service Charge				
			7.88	
	Total Units		2,737.88	2,737.88
		Total this Project		\$7,074.21
		Total this Report		\$7,074.21



Emergency and Repairs: 1-800-841-4141. This is the number to call to report power outages, gas leaks or odors, and safety hazards related to PECO equipment. For all other business, call 1-800-494-4000.

03

Name: ROUX ASSOCIATES INC
Account Number: 07902-01708
Phone Number: 856-423-8800
Service Address: WELLS RD, RECTICOM, PARKERFORD

Your major account rep is BUSINESS ACCT SRVCS. If you have any questions about this bill please contact us at 800-220-7326 or by writing PECO, 2301 Market St, N4-3, Philadelphia, PA 19103-1380.

Billing Summary

Bill Date 02/27/2013
Thank you for your payment of \$80.37

Current Period Charges

Electric \$78.83
Total New Charges \$78.83
Total Amount Due on 03/21/2013 \$78.83

General Information

Next scheduled meter reading: March 28, 2013
PECO, 2301 Market St, Philadelphia, PA 19103-1380. If you have any questions or concerns, please call 1-800-494-4000 before the due date.
Si tiene alguna pregunta, favor de llamar al numero 1-800-494-4000 antes de la fecha de vencimiento.

Message Center

5.90% estimated Gross Receipts Tax of \$4.39 included in new charges.
Your electric price to compare is \$0.0915 per kWh.

Customer Self Service - Manage Your Account 24/7

- www.peco.com/ebill - Go paperless: receive and pay your bill
- www.peco.com/service - Start, stop and transfer your service
- www.peco.com/SmartIdeas - Save energy and money
- Pay by phone with credit/debit card at 1-877-432-9384 (\$3.50 fee)

RECEIVED
MAR 07 2013
BY: _____

ENTERED
MAR 08 2013

RECEIVED 3/5/13
APPROVED FOR PAYMENT
DATE
PROJECT # 1070.0002 JORD
TASK # 02/02
MARK UP 10
GL CODE

When paying in person, please bring the entire bill.

(continued on next page)



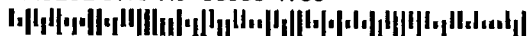
Return only this portion with your check made payable to PECO. Please write your account number on your check.

- Check here to enroll in Power Pay automatic account debit and complete form on reverse side.
- Check here to pledge a donation to MEAF and complete form on reverse side.

To pay by phone call 1-877-432-9384.
A convenience fee will apply.

07902 0170 80000 0000

204 1 MB 0.402 0204000204000416 002 01 GXETJ8 1 02282013
ROUX ASSOCIATES INC
1222 FOREST PKWY STE 190
PAULSBORO NJ 08066-1739



Account Number 07902-01708
Payment Receipt Stamp

Payment Amount

Please pay this amount by 03/21/2013 \$78.83

00000078830000000000

PECO - PAYMENT PROCESSING
PO BOX 37629
PHILADELPHIA PA 19101-0629



079020170800000788330800078836

ORIGIN ID: WLMA (631) 232-2600
MARGOT DEPEPE-KWARTA
ROUX ASSOCIATES, INC
209 SHAFTER ST

ISLANDIA, NY 117495074
UNITED STATES US

SHIP DATE: 29MAY13
ACTWGT: 0.3 LB
CAD: 0125515/CAFE2608

BILL SENDER

TO **CONEXANT SYSTEMS CLAIMS**
BMC GROUP, INC.
18675 LAKE DRIVE EAST

RECEIVED

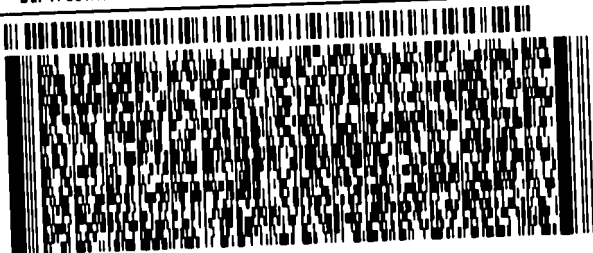
MAY 31 2013

CHANHASSEN MN 55317

(888) 809-0100
DEPT: 001/NON-BILLABLE

REF: 001/C. ALBANESE

BMC GROUP



FedEx
Express



J12131210050126

FRI - 31 MAY 10:30A
MORNING 2DAY

TAX# **5529 1431 0527**
0201

SE FBLA

55317
MN-US MSP

Part # 156148-434 RIT2 05/12

